UNITED STATES DISTRICT COURT
DISTRICT OF MASSACHUSETTS

- x

NANCY BROOKS AND JOAN SILVERMAN

                                :

                 Plaintiffs,   Civil Action
                               : No. 05-10994-WGY

     v.

                               :

AIG SUNAMERICA LIFE ASSURANCE
COMPANY,   :

                 Defendant.   :

- x

AFFIDAVIT OF GAVIN D. FRIEDMAN

STATE OF CALIFORNIA   )
) ss.
LOS ANGELES COUNTY   )

     GAVIN D. FRIEDMAN, being duly sworn, deposes and states as follows:

     1.   I am a member of the Bar of the State of California and am Associate General Counsel of AIG SunAmerica Life Assurance Company ("AIG SunAmerica"). I have held that position since February 2004.

     2.   I make this affidavit in response to the Court's Order dated November 29, 2005 in the above-captioned action. I have personal knowledge of the statements contained herein (or where indicated upon information and belief) and, if called as a witness, I would testify competently thereto.

     3.   Upon information and belief, on or about May 1, 1984, The Mutual Benefit Life Insurance Company ("Mutual Benefit") issued a life insurance policy to Donald L. Silverman ("Mr. Silverman").

4.   Upon information and belief, on or about July 16, 1991, pursuant to an order of the Superior Court of New Jersey, Mutual Benefit was placed in rehabilitation under the supervision of the New Jersey Commissioner of Insurance.

5.   Upon information and belief, pursuant to a plan of rehabilitation (the "Plan"), certain Mutual Benefit life insurance policies (including Mr. Silverman's policy) were restructured. Also pursuant to the Plan, on or about May 1, 1994, those restructured polices, among other things, were assigned to MBL Life Assurance Corporation ("MBL Life").

6.   Upon information and belief, on July 15, 1998, MBL Life entered into a Purchase and Sale Agreement with Anchor National Life Insurance Company (now AIG SunAmerica) whereby AIG SunAmerica agreed to purchase, among other things, the restructured policies, including Mr. Silverman's restructured policy (the "Policy"). That transaction was approved by the New Jersey Commissioner of Insurance and finalized in 1999. AIG SunAmerica has been responsible for administering the Policy since that time.
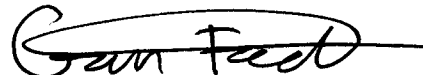
7.   AIG SunAmerica did not file the "statement of the method of calculation of values" referenced in paragraph 13 of the Policy. I am informed and believe that this document is the Actuarial Memorandum that would have been filed by MBL Life. MBL Life would have filed this Actuarial Memorandum long before AIG SunAmerica became responsible for administering the Policy in 1999.

8.   I was promptly informed of this Court's November 29, 2005 Order and began a search to locate the document referenced therein the same day. To date, neither I nor the people assisting me have been able to locate the document representing the "statement of the method of calculation of values" referenced in paragraph 13 of the Policy that was filed in Massachusetts. Our search has included an extensive review of AIG SunAmerica's files,
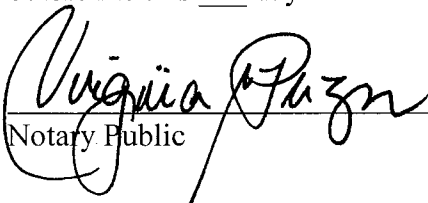
including documents associated with Anchor National Life Insurance Company's purchase and sale agreement with MBL Life. We have also contacted the Massachusetts Division of Insurance. The search is complicated by the fact that it includes retrieving many boxes of documents from off-site storage facilities that contain files of former employees, and then reviewing those files. Our search remains on-going.

9.   We continue to receive boxes from off-site storage and are reviewing those for documents and files associated with the Policy. At this time, I am unable to predict a date when the document referenced in paragraph 13 of the Policy will be located, however, we will file it with the Court if and when it is located. I believe that I will be in a position to provide a definitive response by December 30, 2005 (i.e., by that date I believe that we will likely have located the document or exhausted our ability to do so).

Dated: December 12, 2005   _____
                                              Gavin D. Friedman

Sworn and subscribed to
before me this ___ day of December, 2005.

_____
Notary Public

My Commission expires:

VIRGINIA N. PUZON
Commission # 1507027
Notary Public - California
Los Angeles County
My Comm. Expires Aug 10, 2008